

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SCOTT PONTONE,

Plaintiff,

V.

THE YORK GROUP, INC., MILSO
INDUSTRIES CORPORATION, AND
MATTHEWS INTERNATIONAL
CORPORATION,

Defendants.

No. 08-CV-6314 (WHP)

**DECLARATION OF
STEVEN COOPER, ESQ.**

STEVEN COOPER, ESQ., declares under penalty of perjury:

1. I am a partner with the law firm of Reed Smith LLP, counsel to Defendants Matthews International Corporation (“Matthews”), (“York”) and Milso Industries Corporation (“MIC”). I submit this declaration in support of Defendants’ opposition to the motion brought by Order to Show Cause by Plaintiff Scott Pontone (“Pontone”) seeking a preliminary injunction to bring certain facts to the attention of the Court and to also put certain documents before the Court in connection with Plaintiff’s application.

2. Attached hereto as Exhibit A is a copy of the Transcript of the Deposition of Plaintiff Scott Pontone, taken July 31, 2008.

3. Attached hereto as Exhibit B is a copy of the Harry Pontone 2005 Family Trust agreement dated March 4, 2005, produced by Plaintiff, bearing bates number CC 000186 – 217.

4. Attached hereto as Exhibit C is a copy of transcript of the deposition of Edward C. Nazzaro, August 14, 2008.

5. Attached hereto as Exhibit D is a copy of the Responses to Interrogatories submitted by Plaintiff.

6. In his Interrogatory Responses, and at his deposition, Plaintiff Scott Pontone referred to a company called “Sinosaurs” in San Francisco, California, as one of the three manufacturers who approached him to work in casket sales. See Exhibit A, at 108:12-18; Exh. D, at Resp. No. 2. However, a diligent search of the White Pages for San Francisco, the internet, and the California Secretary of State website, and other sources, revealed no such company’s name. Defendants believe that “SinoSource” is the company that Mr. Pontone erroneously referred to, and have served “SinoSource International Company, Inc.” in Burlingame, California with a Subpoena currently returnable on August 25, 2008.

7. Attached hereto as Exhibit E is a copy of the Declaration of Mike DiBease, of Batesville Casket Company, dated August 7, 2008.

8. Attached hereto as Exhibit F is a copy of the Declaration of Chip Ray, of Aurora Casket Company, dated August 13, 2008.

9. Attached hereto as Exhibit G is a copy of the Asset Purchase Agreement by and among T100 LLC, Vanguard America Co. and Alan Creedy, dated July 30, 2008, produced by Plaintiff, bearing bates number CC 000218 - 293.

10. Attached hereto as Exhibit H is a copy of the Share Purchase Agreement by and among T100 LLC, Ensure Agency LLC and others, dated July 30, 2008, produced by Plaintiff, bearing bates number CC 000294 – 355.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 18th day of August, 2008.

/s/
STEVEN COOPER